

~~Exhibit B~~

STIPULATION AND JOINT MOTION FOR DISMISSAL  
OF PROCEEDING WITHOUT PREJUDICE

IN THE UNITED STATES DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

Kimpton Hotel and Restaurant Group Inc.	)	Civil Action No. C 06 1836 (WHA)
<i>a California corporation,</i>	)	
	)	
Plaintiff	)	
	)	STIPULATION OF AND JOINT MOTION
v.	)	FOR DISMISSAL OF PROCEEDING
	)	WITH PREJUDICE
St. Tropez - Homes for America Holdings,	)	
LLC, <i>a Florida limited liability company,</i>	)	
and	)	
HFAH-Monaco LLC, a Florida limited	)	
liability company;	)	
and	)	
Homes for America Holdings, LLC.,	)	
<i>a Florida limited liability company;</i> and	)	
Homes for America Holdings, Inc.	)	
<i>a Nevada corporation</i>	)	
Defendants.	)	

The parties, by their undersigned attorneys, hereby stipulate and agree that the subject Proceeding be dismissed with prejudice, and with each party to bear its own costs and expenses.

HOMES FOR AMERICA HOLDINGS, LLC  
HOMES FOR AMERICA HOLDINGS, INC.  
ST. TROPEZ - HOMES FOR AMERICA HOLDINGS, LLC, and  
HFAH-MONACO LLC.

Dated: 5/23/2006  
By: Jeffrey R. Joseph  
Jeffrey R. Joseph  
KENYON & KENYON  
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Attorneys for Defendants

KIMPTON HOTEL AND RESTAURANT  
GROUP, INC.

Dated: 5-22-06  
By: Avraham Azrieli  
Avraham Azrieli  
AZRIELI & ASSOCIATES  
7150 East Camelback Road, Suite 444  
Scottsdale, Arizona 85251  
Attorney for Plaintiff

SO ORDERED this 24th day of May 2006:

Hon. \_\_\_\_\_

